



**THOMAS L. GARTHWAITE, M.D.**  
Director and Chief Medical Officer

**FRED LEAF**  
Chief Operating Officer

COUNTY OF LOS ANGELES  
DEPARTMENT OF HEALTH SERVICES  
313 N. Figueroa, Los Angeles, CA 90012  
(213) 240-8101

BOARD OF SUPERVISORS

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November 13, 2003

The Honorable Board of Supervisors  
County of Los Angeles  
383 Kenneth Hahn Hall of Administration  
500 West Temple Street  
Los Angeles, California 90012

Dear Supervisors:

**APPROVAL OF DELEGATION OF DUTIES AND ASSIGNMENT  
OF RIGHTS OF AGREEMENT NO. 71757 FROM THE  
TRANSCRIPTIONIST TO MEDIMAX CORPORATION  
(1st District) (3 Votes)**

IT IS RECOMMENDED THAT YOUR BOARD:

Approve and instruct the Chair to sign the attached Amendment No. 2 to Agreement No. 71757 to approve the delegation of duties and assignment of rights of agreement from the Transcriptionist to Medimax Corporation retroactive to April 1, 2003 and extend the term of the agreement through May 31, 2004, at an estimated cost of \$30,000, 100% net County cost.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION :

The purpose of this action is to request approval of the Delegation of Duties and Assignment of Agreement from The Transcriptionist to Medimax Corporation retroactive to April 1, 2003 and to extend the term of the Agreement for six months through May 31, 2004 to allow for the completion of the Request for Proposal solicitation process.

FISCAL IMPACT/FINANCING:

The total estimated cost for the provision of medical transcription services for the 6-month term from December 1, 2003 through May 31, 2004 is \$30,000. Funding is included in the Fiscal Year 2003-04 Board Adopted Budget.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS:

On September 15, 1998, the County entered into medical transcription services Agreement No. 71757 with the Transcriptionist.

On October 20, 2003, Medimax Corporation notified the County that effective April 1, 2003, it had acquired one hundred percent (100%) of the assets and liabilities of The Transcriptionist.

The Agreement formerly between County and The Transcriptionist henceforward shall be between the County and Medimax Corporation. All future references to The Transcriptionist shall be deemed references to Medimax Corporation. Except as provided in the Agreement, all other terms and conditions of the Agreement shall remain in full force and effect.

Under the assignment and delegation provision of the service agreement, the County's prior written consent is required to assign the rights and delegation of duties of the agreement to Medimax Corporation.

County Counsel and the Department of Health Services have reviewed the corporate documents forwarded by Medimax Corporation to DHS and agree to this Approval of Delegation of Duties and Assignment of Agreement.

Amendment No. 2 will extend the term of the agreement for a maximum of six (6) months from December 1, 2003 through May 31, 2004 at the same rate and provisions as set forth in the agreement.

Advertising Delegation of Duties on the Los Angeles County online website is not applicable.

Attachment A provides additional information.

The Approval of Delegation of Duties and Assignment Agreement (Exhibit I) has been approved as to form by County Counsel.

CONTRACTING PROCESS:

Not applicable.

IMPACT ON CURRENT SERVICES (OR PROJECTS):

Approval of the delegation of duties and assignment will assure the continued provision of medical transcription services at Children's Medical Services over the term of the agreement.

The Honorable Board of Supervisors  
November 13, 2003  
Page 3

When approved, this Department requires three copies of the Board's action.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Thomas L. Garthwaite". The signature is written in a cursive, flowing style.

Thomas L. Garthwaite, M.D.  
Director and Chief Medical Officer

TLG:dar

Attachments (1)

c: Chief Administrative Officer  
County Counsel  
Executive Officer, Board of Supervisors

TRANSCRIPTIONISTBOARDLTR.02.wpd

**SUMMARY OF ASSIGNMENT OF AGREEMENT**

1. TYPE OF SERVICE:

Medical Transcription Services at Children's Medical Services.

2. AGENCY ADDRESSES AND CONTACT PERSONS:

DELEGATION OF DUTIES AND ASSIGNMENT OF RIGHTS TRANSFER

FROM:

The Transcriptionist  
(Agreement No. 71757)  
Ontario Commerce Park  
4189 East Santa Street Suite D  
Ontario, California 91761  
Contact Person: Mary M. Strine, President  
Telephone: (909) 390-8666

TO:

Medimax Corporation  
(Agreement No. 71757)  
3945 Freedom Circle # 1150  
Santa Clara, California 95054  
Contact Person: Amit Singh, Business Manager  
Telephone: (408) 748-9700

3. TERM:

The delegation of duties is effective retroactive to April 1, 2003 through May 31, 2004.

4. FINANCIAL INFORMATION:

The total estimated cost for the provision of medical transcription services for the maximum 6 months is \$30,000. Funding is included in the Fiscal Year 2003-04 Adopted Budget.

5. PROGRAM INFORMATION:

The agreement provides for medical transcription services at Children's Medical Services.

6. APPROVALS:

Director, Children's Medical Services: Robert E. Frangenberg

Contracts and Grants Division: Riley J. Austin, Acting Chief

County Counsel: Christina A. Salseda, Deputy County Counsel

MEDICAL TRANSCRIPTION SERVICES AGREEMENT  
AMENDMENT NO. 2

THIS AMENDMENT is made and entered into this \_\_\_\_\_ day  
of \_\_\_\_\_ 2003.

by and between

COUNTY OF LOS ANGELES  
(hereafter "County"),

and

THE TRANSCRIPTIONIST, A  
DIVISION OF MANAGEMENT  
HEALTH SERVICES INC.  
(hereafter "The  
Transcriptionist")

and

MEDIMAX CORPORATION  
(hereafter "MediMax")

WHEREAS, reference is made to that certain document  
entitled "MEDICAL TRANSCRIPTION SERVICES AGREEMENT", dated  
September 15, 1998, and further identified as County Agreement  
No. 71757 and Amendment No. 1, (hereafter referred to as  
"Agreement"); and

WHEREAS, said Agreement provides that changes may be made  
in the form of a written amendment which is formally approved and  
executed by both parties; and

WHEREAS, it is the intent of the parties hereto to amend  
the Agreement to extend its term and make the changes described  
hereinafter; and

WHEREAS, on October 20, 2002, the County was notified that  
The Transcriptionist sold its assets to MediMax and transferred

over the employees responsible for performing transcription services for California Children's Services, effective April 1, 2003; and

WHEREAS, The County has reviewed the corporate documents submitted by MediMax and other data, and has confirmed that MediMax can effectively provide the services and assume the duties set forth in the Agreement; and

WHEREAS, in recognition of the change of corporate ownership and assignment of Agreement by The Transcriptionist to MediMax.

NOW THEREFORE, the parties hereby agree as follows:

1. Effective retroactive to April 1, 2003, County acknowledges the change of corporate ownership from The Transcriptionist to MediMax. Accordingly, the Agreement formerly between County and the Transcriptionist, shall be between County and MediMax Corporation.

2. This Amendment also extends the term of the Agreement for six (6) months, on a month-to-month basis, beginning November 30, 2003 through May 31, 2004, under the same rate and provisions as set forth in the Agreement.

3. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be subscribed by its

Director and Chief Medical Officer of Health Services and Contractor has caused this Amendment to be subscribed on its behalf by its duly authorized officer, the day, month, and year first above written.

COUNTY OF LOS ANGELES

By \_\_\_\_\_  
Chairman, Board of  
Supervisors

APPROVED AS TO FORM

LLOYD W. PELLMAN  
County Counsel

By Chris Salas

THE TRANSCRIPTIONIST  
Contractor - Assignor

By [Signature]  
Title Manager Operation  
(AFFIX CORPORATE SEAL)

APPROVED AS TO CONTRACT  
ADMINISTRATION:  
Department of Health  
Services

By [Signature]  
Riley J. Austin, Acting Chief  
Contracts and Grants Division

MEDIMAX CORPORATION  
Contractor - Assignee

By [Signature]  
Title Operations Manager  
(AFFIX CORPORATE SEAL)